

Appleseed's Intermediate Holdings,
LLC, *et al.*,

Debtors.

Robert N. Michaelson, as Trustee of the
Appleseed's Litigation Trust,

Plaintiff,

V.

Golden Gate Private Equity, Inc., a Delaware Corporation, *et al.*,

Defendants.

Golden Gate Private Equity, Inc., *et al.*,

Counterclaim Plaintiffs,

V.

Robert N. Michaelson, as Trustee of the
Appleseed's Litigation Trust,

Counterclaim Defendant.

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

Chapter 11

Case No. 11-10160 (KG)

Civil Action No. 11-807 (JEI/KM)

Jeffrey D. Farmer, Bradford J. Farmer, Brent A.)
Bostwick and Vito Kowalchuk,)
)
Cross Claim Plaintiffs,)
)
v.)
)
Golden Gate Private Equity, Inc., <i>et al.</i> ,)
)
Cross Claim Defendants.)
_____)
)
Jeffrey D. Farmer, Bradford J. Farmer, Brent A.)
Bostwick and Vito Kowalchuk,)
)
Third Party Plaintiffs,)
)
v.)
)
T. Neale Attenborough, Brenda Koskinen, <i>et al.</i>)
and Doe Defendants 1-15,)
)
Third Party Defendants.)
_____)

**FIFTH STIPULATION AND ORDER EXTENDING TIME
TO RESPOND TO CROSS CLAIMS AND THIRD PARTY COMPLAINT**

IT IS HEREBY STIPULATED AND AGREED, subject to the approval and order of the Court, that the time for all Cross Claim Defendants¹ and Third Party Defendants² to answer, plead, move or otherwise respond to the June 13, 2012 Cross Claims And Third Party

¹ The "Cross Claim Defendants" are: Golden Gate Private Equity, Inc.; Golden Gate Capital Management II, L.L.C.; GGC Administration, L.L.C.; Orchard Brands Corporation f/k/a Appleseed's Topco, Inc. n/k/a/ OBC Intermediate LLC; Orchard Brands Topco LLC n/k/a OBC Topco LLC; Catalog Holdings, LLC, and Series thereof, including, without limitation, Catalog Holdings LLC - Series B (Draper's), Catalog Holdings LLC - Series C (Appleseed's), Catalog Holdings LLC - Series D (NTO) and Catalog Holdings LLC - Series E (Haband); Golden Gate Capital Investment Fund II, L.P.; Golden Gate Capital Investment Fund II (AI), L.P.; Golden Gate Capital Associates II-QP, L.L.C.; Golden Gate Capital Associates II-AI, L.L.C.; CCG AV, L.L.C., and all Series thereof, including, but not limited to, CCG AV, L.L.C. - Series C (GGC Co-Invest), CCG AV, L.L.C. - Series I (Bain), CCG AV, L.L.C. - Series K (K&E) and CCG AV, L.L.C. - Series K; Webster Capital Founders' Fund, L.P.; Webster II, L.L.C.; Webster III, L.L.C.; Stefan Kaluzny; and Joshua Olshansky.

² The "Third Party Defendants" are: T. Neale Attenborough; Brenda Koskinen; Claire Spofford; John Civali; Dave Walde; American Capital Strategies, Ltd.; and Doe Defendants 1-15 (names and capacities to be provided on Amendment).

Complaint Of The FBK Defendants, is extended to and including December 3, 2012. This Stipulation applies to all Cross Claim Defendants and Third Party Defendants, whether or not such party has signed this stipulation or otherwise entered its appearance.

No party waives any right, argument, or objection, including, but not limited to objections based on venue or personal jurisdiction, as a result of this Stipulation.

Dated: October 31, 2012

[Counsels' signature page follows]

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³ The “GGC Defendants” are the following entities and individuals: Golden Gate Private Equity, Inc.; Golden Gate Capital Management II, LLC; GGC Administration, LLC; Orchard Brands Corporation (formally known as Appleseed’s Topco, Inc.); Orchard Brands Topco LLC; Catalog Holdings, LLC; Catalog Holdings, LLC – Series B (Draper’s); Catalog Holdings, LLC – Series C (Appleseed’s); Catalog Holdings, LLC – Series D (NTO); Catalog Holdings, LLC – Series E (Haband); Golden Gate Capital Investment Fund II, LP; Golden Gate Capital Investment Fund II (AI), LP; Golden Gate Capital Associates II-QP, LLC; Golden Gate Capital Associates II-AI, LLC; CCG AV, LLC; CCG AV, LLC – Series C (GGC Co-Invest); CCG AV, LLC – Series I (Bain); CCG AV, LLC – Series K (K&E); CCG AV, LLC – Series K; Stefan Kaluzny; and Joshua Olshansky.

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SO ORDERED on this _____ day of _____, 2012.

United States District Court Judge